

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

*In re*

**W. R. Grace & Co., et al.,**

**Reorganized Debtors.**

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:      **Chapter 11**  
:      **Case No. 01-01139 (KJC)**  
:      **Jointly Administered**  
:      **Objections Due: July 11, 2014 at 4:00 p.m. (ET)**  
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**FINAL FEE APPLICATION OF BUCHANAN INGERSOLL & ROONEY PC  
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE PERIOD FROM JULY 22, 2002 THROUGH JUNE 30, 2006**

Name of Applicant:	Buchanan Ingersoll & Rooney PC
Authorized to Provide Professional Services to:	Zonolite Attic Insulation Claimants
Date of Retention:	September 24, 2004
Period for which compensation and reimbursement is sought:	September 24, 2004 through June 30, 2006
Amount of fees to be approved as actual, reasonable and necessary:	\$83,186.50
Amount of expenses sought as actual, reasonable and necessary:	\$17,619.24

This is an: interim X final application

Fees incurred in connection with the preparation, filing and service of this Final Fee Application will be billed directly to the Reorganized Debtors.

**Prior applications:**

<b>Application</b>	<b>Period Covered</b>	<b>Date filed (Dkt #)</b>	<b>CNO filed (Dkt #)</b>	<b>Fees</b>	<b>Expenses</b>
1 <sup>st</sup> Monthly	September 24-October 31, 2004	11/29/2004 (7044)	2/9/2005 (7731)	\$13,472.00	\$74.40
2 <sup>nd</sup> Monthly	November, 2004	1/12/2005 (7528)	2/14/2005 (7768)	\$5,765.00	\$2,317.07
3 <sup>rd</sup> Monthly	December, 2004	5/4/2005 (8366)	6/28/2005 (8692)	\$5,815.50	\$1,542.81
<b>First Quarterly</b>	<b>September 24, 2004-December 31, 2004</b>	<b>8/12/2005 (9187)</b>		<b>\$25,052.50</b>	<b>\$3,934.28</b>
4 <sup>th</sup> Monthly	January, 2005	5/4/2005 (8367)	7/7/2005 (8951)	\$6,297.00	\$4,167.75
5 <sup>th</sup> Monthly	February, 2005	5/4/2005 (8368)	7/7/2005 (8952)	\$6,066.50	\$698.29
6 <sup>th</sup> Monthly	March, 2005	5/4/2005 (8369)	7/7/2005 (8953)	\$1,128.00	\$47.64
<b>Second Quarterly</b>	<b>January-March, 2005</b>	<b>8/12/2005 (9188)</b>		<b>\$13,491.50</b>	<b>\$4,913.68</b>
7 <sup>th</sup> Monthly	April, 2005	No application filed	N/A	N/A	N/A
8 <sup>th</sup> Monthly	May, 2005	8/9/2005 (9155)	9/14/2005 (9425)	\$3,835.00	\$508.16
9 <sup>th</sup> Monthly	June, 2005	8/9/2005 (9157)	9/14/2005 (9427)	\$2,737.00	\$1,102.30
<b>Third Quarterly</b>	<b>April-June, 2005</b>	<b>9/28/2005 (9524)</b>		<b>\$6,332.00</b>	<b>\$1,610.46</b>
10 <sup>th</sup> Monthly	July, 2005	9/13/2005 (9416)	10/18/2005 (9682)	\$477.50	\$110.56
11 <sup>th</sup> Monthly	August, 2005	9/14/2005 (9417)	10/18/2005 (9683)	\$5,127.50	\$3,184.52
12 <sup>th</sup> Monthly	September, 2005	12/27/2005 (11437)	2/15/2006	\$7,404.50	\$1,110.57
<b>Fourth Quarterly</b>	<b>July-September, 2005</b>	<b>2/20/2006 (11861)</b>		<b>\$13,009.50</b>	<b>\$4,385.83</b>
13 <sup>th</sup> Monthly	October, 2005	12/27/2005 (11441)	2/15/2006	\$2,729.00	\$0.00

14 <sup>th</sup> Monthly	November, 2005	1/20/2006 (11598)	2/16/2006	\$1,948.00	\$754.67
15 <sup>th</sup> Monthly	December, 2005	1/20/2006 (11599)	2/16/2006	\$4,906.00	\$313.37
<b>Nineteenth Quarterly</b>	<b>October – December, 2005</b>	<b>3/8/2006 (11995)</b>		<b>\$9,583.00</b>	<b>\$1,068.04</b>
16 <sup>th</sup> Monthly	January, 2006	2/16/2006 (11832)	3/13/2006 (12045)	\$4,966.00	\$366.26
17 <sup>th</sup> Monthly	February, 2006	3/14/2006 (12050)	4/4/2006	\$5,248.00	\$417.58
18 <sup>th</sup> Monthly	March, 2006	4/17/2006 (12246)	5/8/2006 (12442)	\$5,504.00	\$923.11
<b>Twentieth Quarterly</b>	<b>January- March, 2006</b>	<b>5/19/2006 (12458)</b>	<b>5/19/2006 (12460)</b>	<b>\$15,718.00</b>	<b>\$1,706.95</b>
19 <sup>th</sup> Monthly	April, 2006	5/18/2006 (12451)	6/12/2006 (12630)	\$2,232.00	\$171.37
20 <sup>th</sup> Monthly	May, 2006	6/16/2006 (12652)	7/21/2006 (12841)	\$2,968.00	\$413.59
21 <sup>st</sup> Monthly	June, 2006	8/1/2006 (12842)		\$1,948.00	\$1,371.45
<b>Totals:</b>				<b>\$83,186.50</b>	<b>\$17,619.24</b>

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FOR THE DISTRICT OF DELAWARE

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<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (KJC)
<b>W. R. Grace &amp; Co., et al.,</b>	:	<b>Jointly Administered</b>
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**FINAL FEE APPLICATION OF BUCHANAN INGERSOLL & ROONEY PC  
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR THE PERIOD FROM SEPTEMBER 24, 2004  
THROUGH JUNE 30, 2006**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 through 1532 (the “Bankruptcy Code”), and Rule 2016 of the Federal Rules of Bankruptcy Procedure, the law firm of Buchanan Ingersoll & Rooney PC (hereinafter, “BIR”) hereby submits this application (the “Application”) for final approval of reasonable compensation for professional legal services rendered as former co-counsel to the Zonolite Attic Insulation Claimants (the “ZAI Claimants”) in the amount of \$83,186.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$17,619.24, for the period commencing September 24, 2004 through and including June 30, 2006 (the “Final Fee Period”)<sup>1</sup>. In support of its Application, BIR respectfully represents as follows:

1. By Order dated August 26, 2002 [Docket No. 2617], the ZAI Claimants were authorized to retain William Sullivan (then with the law firm of Elzufon Austin Reardon Tarlov and Mondell) as their local counsel. In September 2004, Mr. Sullivan joined BIR and continued to represent the ZAI Claimants as Delaware co-counsel. Mr. Sullivan left BIR in July

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<sup>1</sup> Since July, 2006, the ZAI Claimants’ Delaware counsel has been Sullivan Hazeltine Allison LLC.

2006 and joined the firm of William D. Sullivan, LLC (n/k/a Sullivan Hazeltine Allison LLC) and has continued to represent the ZAI Claimants with that firm<sup>2</sup>.

2. All services for which compensation is requested by BIR were performed for or on behalf of the ZAI Claimants.

**REQUEST FOR FINAL APPROVAL OF FEES AND EXPENSES**

3. This Application covers the Final Fee Period of September 24, 2002 through and including June 30, 2006. During the Final Fee Period, BIR performed necessary services and incurred out-of-pocket disbursements as Delaware counsel to the ZAI Claimants. As set forth in the prior filed monthly fee applications and quarterly fee applications, in accordance with the factors enumerated in section 330 of the Bankruptcy Code, approval of the fees requested for the Final Fee Period is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. In addition, the out-of-pocket disbursements for which reimbursement is sought were actual, reasonable and necessary costs incurred while representing the ZAI Claimants.

**CONCLUSION**

WHEREFORE, BIR respectfully requests that (a) final allowance be made to BIR in the sum of (i) \$83,186.50 as compensation for necessary professional services rendered to the ZAI Claimants for the Final Fee Period and (ii) \$17,619.24 for reimbursement of actual necessary costs and expenses incurred for such Final Fee Period and further requests such other and further relief as this Court may deem just and proper.

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<sup>2</sup> BIR expended some time on behalf of the ZAI Claimants during July 2006 but is not seeking compensation for those fees.

Dated: May 12, 2014  
Wilmington, Delaware

**BUCHANAN INGERSOLL & ROONEY PC**

/s/ Mary F. Caloway

Mary F. Caloway (No. 3059)  
Kathleen A. Murphy (No. 5215)  
919 North Market Street, Suite 1500  
Wilmington, Delaware 19801  
T: (302) 552-4200  
F: (302) 552-4295  
mary.caloway@bipc.com  
kathleen.murphy@bipc.com

*Former Co-Counsel to the ZAI Claimants*